

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF ILLINOIS

Case number (if known)

Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name American Titanium Works LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 26-0876190

4. Debtor's address Principal place of business

5315 N. Clark, Unit 329
Chicago, IL 60640

Number, Street, City, State & ZIP Code

Cook
County

Mailing address, if different from principal place of business

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) N/A

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

Debtor **American Titanium Works LLC**
Name

Case number (if known)

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

3314

8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☒ No.
☐ Yes.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

Debtor **American Titanium Works LLC**
Name

Case number (if known)

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☒ No ☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor Relationship
District When Case number, if known

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

- ☐ No

- ☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☒ 1-49

☐ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☒ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000

☐ \$1,000,001 - \$10 million

☐ \$500,000,001 - \$1 billion

Debtor	American Titanium Works LLC	Case number (if known)	
	<small>Name</small>		
	<input type="checkbox"/> \$50,001 - \$100,000	<input checked="" type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
	<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
	<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

Debtor **American Titanium Works LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

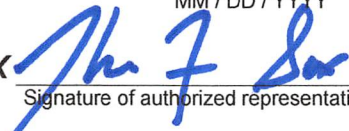
I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

5-1-24
MM / DD / YYYY

X 
Signature of authorized representative of debtor
Title **CEO**

Thomas F. Sax
Printed name

18. Signature of attorney

X /s/ Mark L. Radtke

Date **05/01/2024**
MM / DD / YYYY

Signature of attorney for debtor

Mark L. Radtke
Printed name

FOLEY & LARDNER LLP
Firm name

321 N. Clark Street
Suite 3000
Chicago, IL 60654
Number, Street, City, State & ZIP Code

Contact phone **312-832-4500** Email address **mrادتke@foley.com**

6275738 IL
Bar number and State

01/2012

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS

IN RE:)
American Titanium Works LLC) Chapter 11
) Bankruptcy Case No.
)
Debtor(s))

DECLARATION REGARDING ELECTRONIC FILING
PETITION AND ACCOMPANYING DOCUMENTS

DECLARATION OF PETITIONER(S)

A. [To be completed in all cases]

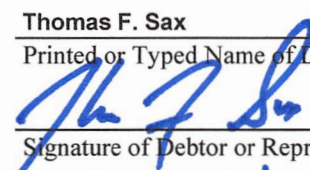
I(We), Thomas F. Sax, the undersigned debtor(s), corporate officer, partner, or member hereby declare under penalty of perjury that (1) the information I(we) have given my (our) attorney is true and correct; (2) I(we) have reviewed the petition, statements, schedules, and other documents being filed with the petition; and (3) the document's are true and correct.

B. [To be checked and applicable only if the petition is for a corporation or other limited liability entity.]

☒ I, Thomas F. Sax, the undersigned, further declare under penalty of perjury that I have been authorized to file this petition on behalf of the debtor.

Thomas F. Sax

Printed or Typed Name of Debtor or Representative


Signature of Debtor or Representative

5-1-24
Date

Printed or Typed Name of Joint Debtor

Signature of Joint Debtor

Date

Fill in this information to identify the case:

Debtor name **American Titanium Works LLC**
 United States Bankruptcy Court for the: **NORTHERN DISTRICT OF ILLINOIS**
 Case number (if known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
AET Partners 24/25 The Shard 32 London Bridge Street LONDON UK SE1 9SG	Attila Kadikoy akadikoy@gmail.com 27-82-970-9643	Professional Services				\$111,500.00
American Defense International, Inc. 1101 K St NW, #850 Washington, DC 20005	Van Hipp vhipp@americandefense.net 202-589-0020	Professional Services	Disputed			\$150,000.00
Erigo Technologies LLC 850 Cayuga Heights Rd. Ithaca, NY 14850	Nabil Elkouh nabil.elkouh@erigo.com 603-398-3342	Professional Services				\$819,634.99
Financial Relations, Inc. 5315 N. Clark St., Unit 329 Chicago, IL 60640	Thomas Sax tsax@frichicago.com 312-659-6273	Unsecured Loan				\$115,937.00
H&M Company, Inc. 50 Security Drive Jackson, TN 38305	Chris Carroll ccarroll@hmcompany.com 731-664-6300	Unsecured Loan				\$649,970.00
Haynesworth, Sinkler, Boyd 1201 Main Street 22nd Floor Columbia, SC 29201	Gary Morris gmorris@hsblawfirm.com 803-779-3080	Professional Services				\$140,078.82
InvestSC Inc. 1201 Main Street, Suite 1600 Columbia, SC 29201	Harry Huntley hhuntley@investsc.org 803-737-0628	Unsecured Loan				\$273,458.00

Debtor **American Titanium Works LLC**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans,	Indicate if claim is contingent, unliquidated,	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
KFW IPEX Bank GmbH Palmengartenstrasse 5-9 Frankfurt Germany 60325	Stefan Eitel stefan.eitel@kfw.de +49 (69) 7431-4721	Professional Services				\$65,000.00
Lindsay Holdings LLC 1100 Metropolitan Avenue, #209 Charlotte, NC 28204	Hal Lindsay hlindsay@carolina.rr.com 704-299-1744	Unsecured Loan				\$218,102.00
Logan & Associates Ltd. 600 Central Avenue, Suite 275 Highland Park, IL 60035	Andrew Logan alogan@logancpa.com 847-431-1650	Professional Services				\$296,579.64
Mike Maling 951 Mount Vernon Avenue Lake Forest, IL 60045	Mike Maling m-maling@northwestern.edu 847-917-0855	Unsecured Loan				\$334,959.00
Mizuho Americas 1271 6th Avenue New York, NY 10020-1104	212-282-3000	Trade Debt	Disputed			\$412,500.00
New York Titanium 300 Winston Dr., Apt. 1023 Cliffside Park, NJ 07010	Mark Kaplan muk22@icloud.com 917-774-2832	Professional Services				\$93,000.00
Norman Jackson 27540 Hickory Blvd. Bonita Springs, FL 34134	Norman Jackson jaksnnorm@aol.com 330-323-3837	Unsecured Loan				\$119,388.00
SC Launch 1000 Catawba Street Columbia, SC 29201	Lee Macilwinew lee.macilwinew@scra.org 803-799-4070	Unsecured Loan				\$975,693.00
Sean Platt 14947 Outlook Lane Overland Park, KS 66223	Sean Platt sean.m.platt@smithbarney.com 913-269-8787	Unsecured Loan				\$65,754.00
SMS Group GmbH Eduard-Scholemanstrasse 4 D40237, Dusseldorf Germany	Jens Haupt jensoliver.haupt@sms-group.com 412-736-9395	Customer Deposit				\$6,012,733.00

Debtor **American Titanium Works LLC**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans,	Indicate if claim is contingent, unliquidated,	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Tronox LLC 263 Tresser Blvd., #1100 Stamford, CT 06901	Steven Grossman steven.grossman@tronox.com 310-277-1226	Loan	Disputed	\$14,016,873.60	\$0.00	\$14,016,873.60
UCAN 225 S. Pleasantburg Dr., Suite C-15 Greenville, SC 29607	Matt Dunbar matt@venturesouth.vc 864-320-1690	Unsecured Loan				\$897,418.00
Winston & Strawn 35 West Wacker Drive Chicago, IL 60601-9703	Andrew McDonough amcdonough@winston.com 312-558-5600	Professional Services				\$364,317.04

Fill in this information to identify the case:

Debtor name American Titanium Works LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF ILLINOIS

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule
- ☒ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

5-1-24

x

Signature of individual signing on behalf of debtor

Thomas F. Sax

Printed name

CEO

Position or relationship to debtor

**UNANIMOUS WRITTEN CONSENT
OF THE MANAGER OF
AMERICAN TITANIUM WORKS LLC**

Dated: April 24, 2024

The undersigned, being all of the members of the Board of Directors of American Titanium Works, Inc., a Delaware corporation, in its capacity as Manager (the "**Manager**") of AMERICAN TITANIUM WORKS LLC, a Delaware limited liability company (the "**Company**"), waive the notice, calling, and holding of a special meeting of the Board and, in accordance with Section 141(f) of the Delaware General Corporation Law, 8 *Del. C.* §101, *et seq.*, do hereby consent to, adopt, authorize, and approve the following resolutions and the actions specified therein:

WHEREAS, the Company and Tronox, LLC, a Delaware limited liability company ("**Tronox**"), entered into a loan transaction pursuant to a certain Loan Agreement dated as of August 15, 2018 (as amended, the "**Loan Agreement**"); and

WHEREAS Tronox has delivered a notice of default to the Company in connection with the Loan Agreement and has attempted to initiate a Uniform Commercial Code sale of the assets of the Company; and

WHEREAS, as a result of the receipt of the notice of default and initiation of a Uniform Commercial Code sale of assets, the Company intends to pursue bankruptcy proceedings.

NOW, THEREFORE, BE IT RESOLVED that Company shall file bankruptcy proceedings,

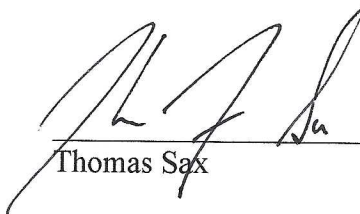
BE IT FURTHER RESOLVED, that the law firm Foley & Lardner be and is hereby engaged, appointed, and designated by the Company as its attorneys to represent the Company in any bankruptcy proceeds upon the terms and conditions set forth in the engagement agreement submitted by the Foley & Lardner and executed by the Company; and

BE IT FURTHER RESOLVED, that Thomas F. Sax, the Chief Executive Officer of the Manager, is hereby authorized to execute and deliver engagement agreements, waiver conflicts, and all other documents that he may in his sole discretion deem advisable, necessary, expedient, convenient, or proper in connection with the Company's legal representation in any bankruptcy action.


The effective date of this Unanimous Written Consent is April 24, 2024, and a copy thereof shall be placed in the records of the Company as a Unanimous Written Consent of the Manager, effective as of such date.

[signature page follows]

IN WITNESS WHEREOF, the undersigned, being all of the members of the Board of Directors of American Titanium Works, Inc., the Manager of the Company, have executed this Unanimous Written Consent as of the date first written above, it being confirmed by each director that this Unanimous Written Consent may be executed in counterparts, all of which taken together shall constitute a single instrument, and may be delivered via facsimile, electronic mail or any electronic signature complying with the U.S. federal ESIGN Act of 2000. e.g., www.docusign.com) or other transmission method, and any counterpart so delivered shall be deemed to have been duly and validly delivered and be valid and effective for all purposes.



Thomas Sax



Nabil Elkouh

United States Bankruptcy Court
Northern District of Illinois

In re **American Titanium Works LLC**

Debtor(s)

Case No.

Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Andrew G. Logan 600 Central Ave. Suite 275 Highland Park, IL 60035		1,250.000000	0.738928%
Bennet Scott May 105 N Thetford Rd Lyme, NH 03768		500	0.295571%
Brian Kurtz 496 Island Walk Way Mt. Pleasant, SC 29464		4,000.000000	2.364571%
David J Gelfand 930 Vernon Glencoe, IL 60022		96.955843	0.057315%
Derek Locke 12608 Pawnee Lane Leawood, KS 66209		288.153262	0.170340%
E. Scott Jackson Trustee of the E. Scott 2863 Sombrero Drive Bonita Springs, FL 34135		9254.031961	5.470453%
Gary Kneisel 7510 NW McDonald Circle Corvallis, OR 97330		4,000.000000	2.364571%
GJR Leasing Corporation 999 Oakmont Plaza Drive Westmont, IL 60559		202.125000	0.119485%
Golden Vista Holdings 2135 Fairway Court St. Charles, IL 60174		202.125000	0.119485%
Gordon Willett Trust 17111 E. Jefferson Ave. Apt. 19 Grosse Pointe, MI 48230		9000	5.320284%
H&M Company (1st) 50 Security Drive Jackson, TN 38305		808.500000	0.477939%

In re: **American Titanium Works LLC**

Debtor(s)

Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Immell, Gregory S. 12 Nottingham Drive Lincolnshire, IL 60069		30.318750	0.017923%
InvestSC, Inc. 1201 Main Street Columbia, SC 29201		1,097.905172	0.649019%
Kenton Family Irrevocable Trust 101 Willow Brook Drive Wayland, MA 01778		3375	1.995107%
Larry Oberman 2490 NW 66th Drive Boca Raton, FL 33496		1,277.243976	0.755033%
Laura L. Abzal 3016 Art Schultz Drive Plainfield, IL 60586-8616		250.000000	0.147786%
LeRoy C. Prichard 639 Birch View Drive Matthews, NC 28105		4,175.000000	2.468021%
Lindsay Holdings LLC 1100 Metropolitan Ave. #209 Charlotte, NC 28204		8,453.123715	4.997002%
Lindsay Management LLC 1100 Metropolitan Ave. #209 Charlotte, NC 28204		13,080.000000	7.732146%
Maling, Mike 951 Mount Vernon Ave. Lake Forest, IL 60045		1,188.290765	0.702449%
Marc A. Kenton Revocable Trust 101 Willow Brook Drive Wayland, MA 01778		1687.5	0.997553%
Mark Kaplan 300 Winston Dr. Apt. 1023 Cliffside Park, NJ 07010		2,705.742760	1.599480%

In re: **American Titanium Works LLC**

Debtor(s)

Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Mary L. Kenton Revocable Trust 101 Willow Brook Drive Wayland, MA 01778		1687.5	0.997553
Mullins, Edward J. 214 Bridle Path Circle Oak Brook, IL 60523		151.593750	0.089614%
Norman Jackson 4230 Lake Forrest Dr. Unit 811 Bonita Springs, FL 34134		1,509.758890	0.892483%
Olive Branch Partners 50 Security Drive Jackson, TN 38305		303.187500	0.179227%
Patrick C. McGwire 52 Howards Lane London, UK SW15 6QF		500.000000	0.295571%
Randi Nell Sax Weaver Children's Gift Tr 1816 Sunnyside Circle Northbrook, IL 60062		2,000.000000	1.182285%
Reynolds, Thomas C. and Lori (Joint Tena 1100 Jorie Blvd. Suite 364 Oak Brook, IL 60523		121.275000	0.071691%
Reynolds, Thomas C. and Sherlyn (Joint T 1100 Jorie Blvd. Suite 364 Oak Brook, IL 60523		80.850000	0.047794%
Richard Edward Otto Dykast Jean Ann Dyka 201 Rocky Slope Road, Apt. 1604 Greenville, SC 29607		9000	5.320284%
Sally M. Britton Revocable Trust 22 Indigo Lane Essex Junction, VT 05452		500	0.295571%
Samuel Wm. And Renee Sax Trust c/o Adela Cepeda 229 E. Lake Shore Dr., #3W Chicago, IL 60611		11958	7.068884%

List of equity security holders consists of 5 total page(s)

In re: **American Titanium Works LLC**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Samuel Wm. Sax 237 E. Delaware, Apt. 12A Chicago, IL 60611		2000	1.182285%
Saporito, Charles J. Trust dtd 6/9/94 99 Briarwood Circle Oak Brook, IL 60523		151.593750	0.089614%
Saporito, Sheila A. Trust dtd 6/9/94 99 Briarwood Circle Oak Brook, IL 60523		151.593750	0.089614%
Schmitz, William G. 1010 S. Hamlin Ave. Park Ridge, IL 60068		101.062500	0.059742%
Sean Platt 14947 Outlook Lane Overland Park, KS 66334		257.834512	0.152417%
Sebastian Sax Supplemental Needs Trust 600 Central Ave., #275 Highland Park, IL 60035		6489.75	3.836368%
SMS Siemag 100 Sandusky St. Pittsburgh, PA 15212		2,423.008161	1.432344%
Stewart E. Schwartz Decendant's Gift Tr 1650 W. Division St. Unit A Chicago, IL 60622		1,000.000000	0.591143%
Stuart Schwartz 1650 W. Division St., Unit A Chicago, IL 60622		8000	4.729142%
The Elkouh Children's Irrevocable Trust 850 Cayuga Heights Rd. Ithaca, NY 14850		6854.05	4.051722%
The Elkouh Grandchildren's Irrevocable Trust 850 Cayuga Heights Rd. Ithaca, NY 14850		2937.45	1.736452%

List of equity security holders consists of 5 total page(s)

In re: **American Titanium Works LLC**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
The Nabil A. Elkouh Revocable Trust 850 Cayuga Heights Rd. Ithaca, NY 14850		13312.332821	7.869488%
Thomas F. Sax 3091 Summit Highland Park, IL 60035		16030.581374	9.476361%
Thomas W. Nelson 15618 Eddington Way Apple Valley, MN 55124		1,250.000000	0.738928%
Tronox Ltd. 3301 Northwest 150th St. Oklahoma City, OK 73134		12,721.344354	7.520131%
Walsh, John R. III, Trustee of the John 659 Bridge Way N Naples, FL 34108-2745		101.062500	0.059742%
William B Zingg 14935 Out Overland Park, KS 66233		148.048793	0.087518%
William R. Baschnagel 1900 Cattle Drive Prosper, TX 75078		500	0.295571%

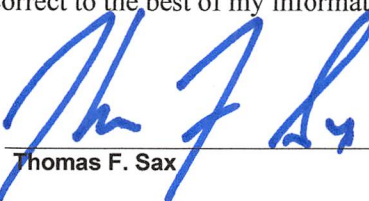
DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **CEO** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date

5-1-24

Signature


Thomas F. Sax

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

**United States Bankruptcy Court
Northern District of Illinois**

In re **American Titanium Works LLC**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **American Titanium Works LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

05/01/2024

Date

/s/ Mark L. Radtke

Mark L. Radtke

Signature of Attorney or Litigant

Counsel for **American Titanium Works LLC**

FOLEY & LARDNER LLP

321 N. Clark Street

Suite 3000

Chicago, IL 60654

312-832-4500 Fax:312-832-4700

mradtke@foley.com

United States Bankruptcy Court
Northern District of Illinois

In re **American Titanium Works LLC**

Debtor(s)

Case No.

Chapter

11

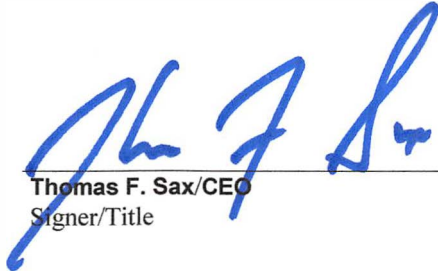
VERIFICATION OF CREDITOR MATRIX

Number of Creditors: **48**

The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.

Date:

5-1-24


Thomas F. Sax/CEO
Signer/Title

AET Partners
Attn: Attila Kadikoy
24/25 The Shard
32 London Bridge Street LONDON
UK SE1 9SG

American Defense
International, Inc.
Attn: Van Hipp
1101 K St NW, #850 Washington,
DC 20005

American Titanium Works, Inc.
5315 N. Clark St., Unit 329
Chicago, IL 60640

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1 North Wacker Drive
Suite 4400
Chicago, IL 60606-2833

Battery Consulting Services
850 Cayuga Heights Road
Ithaca, NY 14850-1043

BP Barber
128 Millport Circle
Suite 100
Greenville, SC 29607

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Mount Pleasant, SC 29465

Carding Mill Limited
63 Albany Road
Old Windsor
BERKSHIRE UK SL4 2QD

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Pashman Stein Walder
Hayden, P.C.
21 Main St., #200
Hackensack, NJ 07601

Derek Locke
1608 Pawnee Lane
Leawood, KS 66209

E. Scott Jackson
28363 Sombrero Drive
Bonita Springs, FL 34135

Ed McCallum
56 Maydell Avenue
Greenville, SC 29607

Erigo Technologies LLC
Attn: Nabil Elkouh
850 Cayuga Heights Rd.
Ithaca, NY 14850

Financial Relations, Inc.
Attn: Thomas Sax
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Chicago, IL 60640

Gary Kneisel
7510 NW McDonald Circle
Corvallis, OR 97330

Gleeds
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Attn: Chris Carroll
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TN 38305

Haynesworth, Sinkler, Boyd
Attn: Gary Morris
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22nd Floor
Columbia, SC 29201

Houlihan Lokey
245 Park Avenue
20th Floor
New York, NY 10167

InvestSC Inc.
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Spartanburg, SC 29306

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Palmengartenstrasse 5-9
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Boca Raton, FL 33496

LeRoy Prichard
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NC 28105-0010

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SC Launch
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UCAN
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Greenville, SC 29607

Winston & Strawn
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35 West Wacker Drive
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